

AUG 22 '06

11:48 AM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
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OF COUNSEL  
URBAN A. LESTER

August 21, 2006

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Statement of Change in Reporting Marks and/or Road Numbers, dated as of August 18, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Lease Agreement and related documents previously filed with the Commission under Recordation Number 16973.

The name and address of the party to the enclosed document are:

Lessee: Union Pacific Railroad (successor to  
Chicago and North Western Transportation  
Company)  
1400 Douglas Street  
Stop 1580  
Omaha, NE 68179

Mr. Vernon A. Williams  
August 21, 2006  
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A description of the railroad equipment covered by the enclosed document is:

12 locomotives with original marks and numbers CNW 8531 – CNW 8542 changed to UP 9053 – UP9064.

A short summary of the document to appear in the index is:

Statement of Change in Reporting Marks and/or Road Numbers.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem  
Enclosures



Law Department

RECORDATION NO. 16973-E FILED

August 18, 2006

AUG 22 '06 11:48 AM

SURFACE TRANSPORTATION BOARD

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Re: Statement of Change in Reporting Marks and/or Road Numbers

Dear Secretary:

Please be advised that the reporting marks and/or road numbers of the locomotives identified in the attached schedule have been changed as set forth therein.

UNION PACIFIC RAILROAD COMPANY

By:

A handwritten signature in black ink, appearing to be "J. Theisen, Jr.", written over a horizontal line.

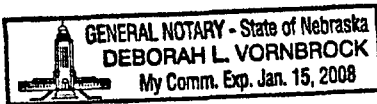
James J. Theisen, Jr.  
Assistant General Counsel

Attachment

STATE OF NEBRASKA                    )  
  ) ss:  
COUNTY OF DOUGLAS                 )

On this 18<sup>th</sup> day of August, 2006, before me, a Notary Public in and for said County and State, personally appeared James J. Theisen, Jr., who being by me duly sworn, says that he is the Assistant General Counsel of THE UNION PACIFIC RAILROAD COMPANY, that said instrument was signed, on behalf of said corporation and he acknowledged that the execution of said instrument was the free act and deed of the corporation.

IN WITNESS WHEREOF, I have unto set my hand and official seal on the date above mentioned.



*Deborah L. Vornbrock*  
NOTARY PUBLIC

SEAL

ORIGINAL MARK  
AND NUMBER

CNW 8531  
CNW 8532  
CNW 8533  
CNW 8534  
CNW 8535  
CNW 8536  
CNW 8537  
CNW 8538  
CNW 8539  
CNW 8540  
CNW 8541  
CNW 8542

FINAL MARK  
AND NUMBER

UP 9053  
UP 9054  
UP 9055  
UP 9056  
UP 9057  
UP 9058  
UP 9059  
UP 9060  
UP 9061  
UP 9062  
UP 9063  
UP 9064